

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

ANDREW MCINTOSH, Individually and on behalf of all others similarly situated,	:	
	:	Civil Action No. 2:05-cv-889 (LDW)
Plaintiff,	:	
	:	
v.	:	
	:	
VEECO INSTRUMENTS, INC., EDWARD BRAUN and JOHN REIN, JR.,	:	
	:	
Defendants.	:	
	:	
BARRY LINZER, On behalf himself and all others similarly situated,	:	
	:	
Plaintiff	:	Civil Action No. 2:05-cv-957 (DRH)
	:	
v.	:	
	:	
VEECO INSTRUMENTS, INC., EDWARD H. BRAUN and JOHN F. REIN, JR.,	:	
	:	
Defendants.	:	

[Captions continued on the following page]

**PROPOSED ORDER CONSOLIDATING ALL ACTIONS
FOR ALL PURPOSES, APPOINTING LEAD PLAINTIFF AND
APPROVING SELECTION OF LEAD COUNSEL AND LIAISON COUNSEL**

BRUCE KANTOR, On behalf himself and all others similarly situated,	:	
	:	Civil Action No. 2:05-cv-967 (LDW)
Plaintiff,	:	
v.	:	
VEECO INSTRUMENTS, INC., EDWARD H. BRAUN and JOHN F. REIN, JR.,	:	
	:	
Defendants.	:	
GEORGE WALKER, Individually and on behalf of all others similarly situated,	:	
	:	Civil Action No. 2:05-cv-1003 (JS)
Plaintiff,	:	
v.	:	
VEECO INSTRUMENTS, INC., EDWARD BRAUN and JOHN REIN, JR.,	:	
	:	
Defendants.	:	
PHILLIP G. COLLINS, On behalf of himself and all others similarly situated,	:	
	:	Civil Action No. 2:05-cv-1277 (LDW)
Plaintiff,	:	
v.	:	
VEECO INSTRUMENTS, INC., EDWARD H. BRAUN and JOHN F. REIN, JR.,	:	
	:	
Defendants.	:	

[Captions continued on the following page]

SERVAAS HOLTHUIZEN, Individually and on behalf of all others similarly situated,	:	
	:	Civil Action No. 2:05-cv-1337 (LDW)
Plaintiff,	:	
	:	
v.	:	
VEECO INSTRUMENTS, INC., EDWARD H. BRAUN and JOHN F. REIN, JR.,	:	
	:	
Defendants.	:	
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GERALD J. VOGT and ELEANOR L. VOGT, On behalf of themselves and all others similarly situated,	:	
	:	Civil Action No. 2:05-cv-1430 (LDW)
Plaintiffs,	:	
	:	
v.	:	
VEECO INSTRUMENTS, INC., EDWARD BRAUN and JOHN REIN, JR.,	:	
	:	
Defendants.	:	
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TIMOTHY JOE GROVE, On behalf of himself and all others similarly situated,	:	
	:	Civil Action No. 2:05-cv-1552 (LDW)
Plaintiff,	:	
	:	
v.	:	
VEECO INSTRUMENTS, INC., EDWARD H. BRAUN and JOHN F. REIN, JR.,	:	
	:	
Defendants.	:	

CONSOLIDATION FOR ALL PURPOSES

1. The Court hereby consolidates the actions set forth above for all purposes including, but not limited to, discovery, pretrial proceedings and trial proceedings, pursuant to Rule 42(a) of the Federal Rules of Civil Procedure under the following caption:

**IN RE VEECO INSTRUMENTS, INC. : Master File No. _____
SECURITIES LITIGATION : _____**

2. Each new case that arises out of the subject matter of the Consolidated Action which is filed in this Court or transferred to this Court, shall be consolidated with the Consolidated Action and this Order shall apply thereto, unless a party objects to consolidation, as provided for herein, or any provision of this Order, within ten (10) days after the date upon which a copy of this Order is served on counsel for such party, by filing an application for relief and this Court deems it appropriate to grant such application. Nothing in the foregoing shall be construed as a waiver of defendants' right to object to consolidation of any subsequently-filed or transferred related action.

**APPOINTMENT OF LEAD PLAINTIFF AND
APPROVAL OF SELECTION OF LEAD COUNSEL AND LIAISON COUNSEL**

3. Upon consideration and review of Movant's motion, the Court hereby appoints The Steelworkers Pension Trust as Lead Plaintiff. Lead Plaintiff satisfies the requirements for Lead Plaintiff pursuant to the Private Securities Litigation Reform Act of 1995 ("PSLRA"), § 21D(a)(3)(B)(iii).

4. The Steelworkers Pension Trust, pursuant to § 21D(a)(3)(B)(v) of the PSLRA, has selected and retained the law firm of Berger & Montague, P.C. as its lead counsel and Milberg Weiss Bershad & Schulman LLP as its liaison counsel in this consolidated action. The

Court approves the selection of Berger & Montague, P.C. to serve as Plaintiff's Lead Counsel and Milberg Weiss Bershad & Schulman LLP as Plaintiff's Liaison Counsel.

5. Plaintiff's Lead Counsel shall have the following responsibilities and duties, to be carried out either personally or through counsel whom Lead Counsel shall designate:

- (a) to coordinate the briefing and argument of motions;
- (b) to coordinate the conduct of discovery proceedings;
- (c) to coordinate the examination of witnesses in depositions;
- (d) to coordinate the selection of counsel to act as spokesperson at pretrial conferences;
- (e) to call meetings of the plaintiffs' counsel as they deem necessary and appropriate from time to time;
- (f) to coordinate all settlement negotiations with counsel for defendants;
- (g) to coordinate and direct the pretrial discovery proceedings and the preparation for trial and the trial of this matter and to delegate work responsibilities to selected counsel as may be required; and
- (h) to supervise any other matters concerning the prosecution, resolution or settlement of the Consolidated Action.

6. No motion, request for discovery, or other pretrial proceedings shall be initiated or filed by any plaintiff without the approval of Lead Counsel, so as to prevent duplicative pleadings or discovery by plaintiffs. No settlement negotiations shall be conducted without the approval of Lead Counsel.

7. Counsel in any related action that is consolidated with the Consolidated Action shall be bound by this organization of plaintiffs' counsel.

8. Lead Counsel shall have the responsibility of receiving and disseminating Court orders and notices.

9. Lead Counsel shall be the contact between plaintiffs' counsel and defendants' counsel, as well as the spokesperson for plaintiffs' counsel, and shall direct and coordinate the activities of plaintiffs' counsel.

8. Defendants shall effect service of papers on plaintiffs by serving a copy of same on Lead Counsel by overnight mail service, telecopy or hand delivery. Lead Counsel shall serve copies of such papers on the other plaintiffs' counsel by first-class mail. Plaintiffs shall effect service of papers on defendants by serving a copy of same on defendants' counsel by overnight mail service, telecopy or hand delivery.

10. During the pendency of this litigation, or until further order of this Court, the parties shall take reasonable steps to preserve all documents within their possession, custody, or control, including computer-generated and stored information, and materials such as computerized data and electronic mail, containing information which is relevant to the subject matter of the pending litigation.

CONSOLIDATED AMENDED CLASS ACTION COMPLAINT

11. The Court hereby orders that Lead Plaintiff may file a consolidated amended class action complaint within 45 days of this Order.

SO ORDERED, this _____ day of _____, 2005.

United States District Judge